

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

IN RE	:	
	:	Chapter 11
W. R. GRACE & CO.	:	
	:	Case No. 01-01139 (JKF)
Debtor.	:	Related Docket Item: 5444

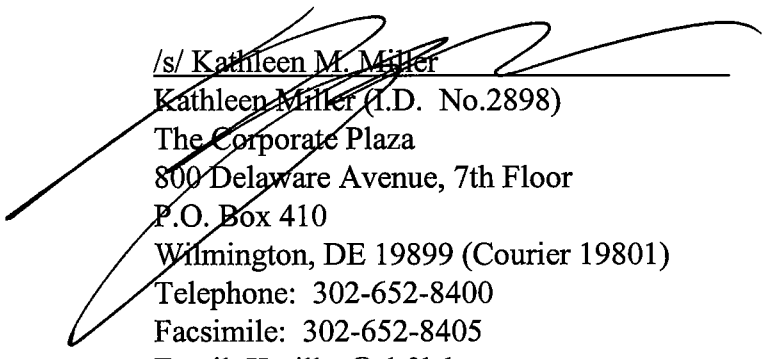
**NO ORDER REQUIRED CERTIFICATION OF NO OBJECTION  
SEVENTEENTH MONTHLY FEE APPLICATION, OF  
PRICEWATERHOUSECOOPERS LLP, AUDITORS AND TAX  
CONSULTANTS TO THE DEBTORS, FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR THE MONTH OF FEBRUARY 2004**

On April 14, 2004, PricewaterhouseCoopers LLP (“PwC”), Auditors and Tax Consultants to the Debtors, filed its *Seventeenth Monthly Fee Application of PricewaterhouseCoopers LLP, Auditors and Tax Consultants for Debtors, For Allowance of Compensation and Reimbursement of Expenses for the Month of February 2004* (Docket No. 5444) (the “Application”). The notice filed with the Application provided an objection deadline of 4:00 pm (Eastern Standard Time) on May 7, 2004. The undersigned hereby certifies that no answer, objection or any responsive pleading with respect to the Application has been filed with the Court.

Pursuant to the Administrative Order Pursuant to Sections 105 and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals dated January December 31, 2001 (“the Order”), the Debtor is authorized to pay PwC \$67,984.11 which represents eighty percent (80%) of the fees, and \$1,538.06, which represents 100% of the expenses requested in the Application upon the filing of this Certification and without the need for entry of a Court order approving the Application.

Dated: May 13, 2004

SMITH, KATZENSTEIN & FURLOW, LLP



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Attorneys for PricewaterhouseCoopers LLP

**CERTIFICATE OF SERVICE**

I hereby certify that on the 13<sup>th</sup> day of May 2004, a copy of the *No Order Required Certification of No Objection to Seventeenth Monthly Fee Application of PricewaterhouseCoopers LLP, Auditors and Tax Consultants to the Debtors, for Allowance of Compensation and Reimbursement of Expenses for the Month of February 2003* was served on the following parties in the manner herein indicated:

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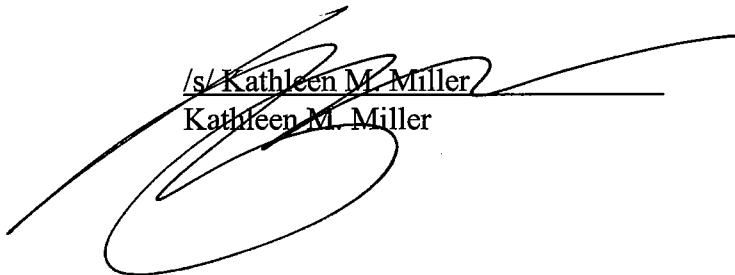
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/s/ Kathleen M. Miller  
Kathleen M. Miller